

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
VICTORIA DIVISION**

IN RE:	§	CHAPTER 11
	§	
HII TECHNOLOGIES, INC., <i>et al.</i>	§	CASE NO. 15-60070 (DRJ)
	§	
DEBTORS.	§	JOINTLY ADMINISTERED

**PERSHING LLC’S OBJECTIONS TO DEBTORS’ MOTION
FOR NOTIFICATION PROCEDURES REGARDING RESTRICTIONS ON
CERTAIN TRANSFERS OF INTERESTS IN THE DEBTORS**

**TO THE HONORABLE DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE:**

NOW COMES Pershing LLC (“Pershing”) and files its objections to the Motion of HII Technologies, Inc. (“HII”) and its subsidiaries, as debtors and debtors in possession in these chapter 11 cases (collectively, the “Debtors”), for an Order Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Interests in the Debtors (the “Motion”). In support of its objections, Pershing respectfully states as follows:

1. Pershing does not oppose the Motion in its entirety; however, Pershing does object to the proposed five-day deadline to provide the Notice of Proposed Order Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Interests in the Debtors’ Estate (the “Proposed Notice”) appended to the Debtors’ Motion. *See* Motion, p. 11, para. 21 (“Within five (5) business days of receipt, all registered holders shall be required to provide the Motion and Procedure Notice to all beneficial owners for whose accounts such registered holder holds.”) Pershing requests that it be afforded a reasonable time to provide the requisite notice to the beneficial owners for whose accounts it holds.

2. Pershing also objects to the extent the Motion and Order Establishing Notification Procedures and Approving Restrictions on Certain Transfers of Interests in the Debtors' Estate (the "Proposed Order") obligates Pershing to ascertain the accounts held by beneficial owners on a daily basis for an indefinite period of time. In contrast, Pershing respectfully requests that the requisite notice be provided to the beneficial owners as of the date an Order is entered by the Court.

3. Pershing objects to the extent the Motion and Proposed Order obligates Pershing to any additional actions beyond "provid[ing] the Order to all beneficial holders for whose accounts such registered holder holds." *See* Proposed Order, p. 5. As such, Pershing is not required to (1) file and serve the proposed Notice of Substantial Stock Ownership, Notice of Intent to Purchase, Acquire, or Otherwise Accumulate HII Stock, or Notice of Intent to Sell, Trade, or Otherwise Transfer HII Stock, all appended to the Debtors' Motion, or (2) otherwise restrict any transactions in HII stock or options.

4. Finally, Pershing objects to the Motion and Proposed Order to the extent that Debtors have not provided the nine-digit, alphanumeric CUSIP numbers used to identify the relevant securities, and, as a result, Pershing is unable to confirm whether the sought notification has already been provided by Broadridge Financial Solutions, Inc., ("Broadridge") a third-party vendor that provides brokerage investor communications. In the alternative, Pershing objects to the Motion and Proposed Order to the extent that Broadridge has not provided the sought notification because the fee to do so was not paid by Debtors.

WHEREFORE, PREMISES CONSIDERED, Pershing LLC respectfully prays that the Court deny the Debtors' Motion in part, and (1) afford Pershing a reasonable time to provide requisite notice to the beneficial owners for whose accounts it holds, (2) limit those to whom

notice is required to those beneficial owners for whose accounts Pershing holds as of the date an Order is entered by the Court, (3) decline to obligate to Pershing to any additional actions beyond providing the requisite notice to the beneficial owners for whose accounts it holds, (4) require Debtors to disclose the relevant nine-digit, alphanumeric CUSIP numbers for the securities at issue, and (5) decline to obligate Pershing to any further action if (a) the sought notification has already been provided by Broadridge, or (b) the sought notification has not been provided by Broadridge because the fee to do so was not paid by Debtors.

Dated: October 19, 2015

Respectfully submitted,

**DOYLE, RESTREPO, HARVIN
& ROBBINS, L.L.P.**

By: /s/ Alexandra Ledyard
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CERTIFICATE OF SERVICE

I hereby certify that on October 19, 2015, a true and correct copy of the foregoing was served via ECF on all parties who receive service in these bankruptcy cases via electronic case filing. An additional certificate of service will follow showing service upon 1) the Master Service List and 2) the registered holders of equity interests.

/s/ Alexandra Ledyard
Alexandra Ledyard